

EXHIBIT 14

*PACIFIC ALLIANCE ASIA OPPORTUNITY FUND L.P. VS.
KWOK HO WAN*

*DANIEL PODHASKIE
December 11, 2019*



1 SUPREME COURT OF THE STATE OF NEW YORK

2 COUNTY OF NEW YORK

3 -----X
4 PACIFIC ALLIANCE ASIA OPPORTUNITY
5 FUND L.P.,

6
7 Plaintiff,

8
9 - against -

10 KWOK HO WAN, a/k/a KWOK HO, a/k/a GWO
11 WEN GUI, a/k/a GUO WENGUI, a/k/a GUO
12 WEN-GUI, a/k/a WAN GUE HAOYUN, a/k/a
13 MILES KWOK, a/k/a HAOYUN GUO,

14
15 Defendant.

16
17 Index No.: 652077/2017

18 -----X

19
20 605 Third Avenue
21 New York, New York

22
23 December 11, 2019
24 2:56 p.m.

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26
27 VIDEOTAPED EXAMINATION BEFORE TRIAL
28
29 of DANIEL PODHASKIE, before Melissa Gilmore, a
30
31 Shorthand Reporter and Notary Public of the
32
33 State of New York.

34
35
36
37
38 ELLEN GRAUER COURT REPORTING CO., LLC
39 126 East 56th Street, Fifth Floor
40 New York, New York 10022
41 212-750-6434
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11

12 ALSO PRESENT:

13 YVETTE WANG, Genever

14 DAN MACOM, Videographer

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1 PODHASKIE

2 in the United States, and they didn't know
3 which asset they were going to purchase or
4 where they were going to purchase.

5 Q. Was the plan at the time of
6 formation to buy one -- you said which asset
7 they were going to purchase.

8 Was the plan at the time of
9 formation to purchase one asset or several
10 assets?

11 A. I don't know what the plan was. I
12 know they had looked at several different
13 properties and ultimately chose The
14 Sherry-Netherland.

15 Q. Has the purpose of Genever BVI
16 changed since the purpose at its formation?

17 MR. MITCHELL: Object to the form of
18 the question.

19 You can answer.

20 A. No.

21 Q. No purposes have been added or
22 subtracted?

23 MR. MITCHELL: Object to the form of
24 the question.

25 A. It's not reflected from the

1 PODHASKIE

2 documents and the conversations I had in
3 preparation for today.

4 Q. What business has Genever BVI
5 conducted?

6 A. It owns Genever New York, which owns
7 the residence at The Sherry-Netherland.

8 Q. Any other business that Genever BVI
9 has conducted other than owning Genever New
10 York?

11 MR. MITCHELL: Object to the form of
12 the question.

13 A. No.

14 Q. Has Genever BVI ever entered into
15 any contracts?

16 A. By contract, can you specify more?
17 I think the answer is yes.

18 Q. Okay. Can you elaborate?

19 A. It entered into -- sorry -- Genever
20 BVI entered into a pledge agreement with an
21 entity called Roscalitar 2, and also with an
22 entity called Blue Capital Limited.

23 Q. Other than those two pledge
24 agreements, has Genever BVI entered into any
25 contracts?

1 PODHASKIE

2 A. Not from the documents and the
3 conversations I had in preparation for today.

4 Q. Does Genever BVI have a bank
5 account?

6 A. No.

7 Q. Has Genever BVI ever paid any money
8 to any other person or entity?

9 MR. MITCHELL: Object to the form of
10 the question.

11 A. When you say "any other person or
12 entity," who are you referring to?

13 Q. Any person or entity other than
14 Genever BVI.

15 A. Has Genever BVI paid any money to
16 any other person or entity other than Genever
17 BVI?

18 Q. Yeah, to anyone. Has it ever
19 incurred a debt that it needed to pay money
20 for? Has it ever cut a check? Has it ever
21 spent any money on any goods or services?

22 A. It hired a registered agent in the
23 BVI and paid them for secretarial services.

24 Q. Other than that?

25 A. No, not from -- I did not see that

1 PODHASKIE

2 from the documents and the conversations I had
3 in preparation for today.

4 Q. Do you know where the money came
5 from to pay the registered agent for the
6 secretarial services?

7 A. I believe it came from Bravo Luck.

8 Q. Has Genever BVI ever received any
9 money from any person or entity?

10 A. No, that's not apparent from the
11 documents that I've reviewed in preparation for
12 today.

13 Q. At the time of Genever BVI's
14 formation, was Mr. Kwok its sole shareholder?

15 A. Yes. And by Mr. Kwok, you're
16 referring to Miles Kwok?

17 Q. Yes.

18 A. Yes.

19 Q. So for purposes of clarity of the
20 record, thank you for mentioning that, when I
21 refer to Mr. Kwok, I'm going to be referring to
22 Miles Kwok. When I'm referring to Guo Qiang, I
23 will be referring to Mr. Kwok's son.

24 Is that okay?

25 A. That's fine.

1 PODHASKIE

2 Genever BVI?

3 MR. MITCHELL: Object to the form of
4 the question.

5 A. He is the sole shareholder of
6 Genever BVI.

7 Q. And are you distinguishing between
8 shareholders and owners because it's a
9 corporation? Is that why?

10 A. Yes.

11 Q. But there is nobody else who owns
12 Genever BVI; is that correct?

13 MR. MITCHELL: Object to the form of
14 the question.

15 A. Other than Mr. Kwok?

16 Q. Yes.

17 A. Based on the documents I reviewed
18 today, there's no other shareholder besides
19 Mr. Kwok.

20 Q. Who is Zhang Wei?

21 A. He is a colleague of Mr. Kwok's that
22 lives in China that ultimately lent the money
23 to purchase The Sherry-Netherland.

24 Q. Is he a family member of Mr. Kwok?

25 A. I would be speculating, so I don't

1 PODHASKIE

2 know.

3 MR. MITCHELL: I caution the witness
4 not to speculate.

5 Q. When you say Zhang Wei ultimately
6 lent the money to purchase The
7 Sherry-Netherland, to whom did Zhang Wei lend
8 the money?

9 A. He lent the money to Bravo Luck, a
10 company that, at that time, was owned by
11 Mr. Kwok's son, Guo Qiang, and then Guo Qiang
12 ended up funding the purchase of The
13 Sherry-Netherland through Bravo Luck.

14 Q. Does Mr. Zhang Wei have any -- own
15 any of the shares of Genever BVI?

16 A. Based on the documents that I
17 reviewed in preparation for today, his
18 ownership is not reflected on those documents.

19 Q. At any time during Genever BVI's
20 existence, did Mr. Zhang Wei own any shares of
21 Genever BVI?

22 A. From the documents that I reviewed
23 in preparation for today, that is not
24 reflected.

25 Q. Mr. Kwok was the sole director of

1 PODHASKIE

2 Genever BVI at the time it was formed; is that
3 correct?

4 A. Yes. Again, based on what I
5 reviewed for today.

6 Q. Has Genever BVI, during the course
7 of its existence, ever had any directors other
8 than Mr. Kwok?

9 A. Yes.

10 Q. Who were those other directors?

11 A. There was a corporate secretary, a
12 registered agent in the BVI that acted as a
13 director as well.

14 Q. Is that Elian First Director?

15 A. Yes.

16 Q. And was that director -- was Elian
17 First Director only a director for a day or so,
18 until it was replaced by Mr. Kwok?

19 A. I don't know how long it was, but it
20 was a short period of time initially, yes.

21 Q. A day or a couple of days?

22 A. Yes.

23 Q. Other than Elian First Director,
24 which was a director of Genever BVI for a day
25 or a couple of days, has there been any other

1 PODHASKIE

2 director of Genever BVI besides Mr. Kwok?

3 MR. MITCHELL: Object to the form of
4 the question.

5 You can answer.

6 A. No.

7 Q. Has Mr. Kwok ever stopped being a
8 director of Genever BVI?

9 A. No.

10 Q. He's still a director to this day?

11 A. He is currently still a director.

12 Q. He is currently still the only
13 director?

14 A. He is the only director. Guo Qiang
15 is the president.

16 Q. Has Genever BVI ever had any
17 offices?

18 MR. MITCHELL: Object to the form of
19 the question.

20 A. When you say "offices," do you mean
21 like business office, corporate office,
22 something like that?

23 Q. Yes.

24 A. It has a mailing address in the
25 British Virgin Islands, but it does not have an

1 PODHASKIE

2 office that is what we typically think of as an
3 office like this.

4 Q. Genever BVI has never had a business
5 or a corporate office?

6 A. Correct.

7 Q. Is the mailing address that Genever
8 BVI has the mailing address for its registered
9 agent for service of process?

10 A. In the BVI?

11 Q. Yes.

12 A. Yes.

13 Q. Does it have any other -- does
14 Genever hold -- strike that.

15 Does Genever BVI have any other
16 mailing address other than the mailing address
17 for its registered agent for service of process
18 in the BVI?

19 A. Yes.

20 Q. What other addresses does it have?

21 A. There is another address in Hong
22 Kong where it maintains its books and records.

23 Q. And what is that address?

24 A. I don't know it off the top of my
25 head. If I had the records in front of me, I

1 PODHASKIE

2 would be able to find it.

3 Q. And what is that address? Is it the
4 office of another company?

5 A. It's -- from what I understand, it's
6 just another mailing address or another -- just
7 an office where they keep the books and
8 records.

9 Q. And who's in charge of maintaining
10 the books and records?

11 A. Guo Qiang.

12 Q. Any other addresses besides the
13 registered agent for service of process in the
14 BVI and the mailing address where the books and
15 records are kept in Hong Kong?

16 A. No, not that I'm aware of.

17 Q. Has Genever BVI ever had any
18 employees?

19 A. No.

20 Q. Does Genever BVI have a phone
21 number?

22 A. I think there is a phone number for
23 the registered agent, but other than that, no.

24 Q. Does Genever BVI have an e-mail
25 address?

1 PODHASKIE

2 A. No.

3 Q. Does Genever BVI have any officers?

4 A. Yes.

5 Q. You mentioned Guo Qiang.

6 A. Yes.

7 Q. What is his role at Genever BVI?

8 A. He is the president.

9 Q. When did he become the president?

10 A. May of 2015.

11 Q. Did Genever BVI have any officers
12 from the time it was formed in February of 2015
13 until Guo Qiang became the president in May of
14 2015?

15 A. If you consider a director an
16 officer, then yes.

17 Q. And that would have been Mr. Kwok?

18 A. Correct.

19 Q. And Elian for a day or two?

20 A. Yes.

21 Q. Other than directors and other
22 than -- strike that.

23 Other than directors, between
24 February of 2015, when it was formed, and May
25 of 2015, when Guo Qiang became president, did

1 PODHASKIE

2 Genever BVI have any officers?

3 A. No.

4 Q. Who appointed or elected Guo Qiang
5 as president in May of 2015?

6 A. Mr. Kwok.

7 Q. Has -- strike that.

8 Has Genever BVI ever had any other
9 officers, I'm not talking about directors, just
10 officers, other than Guo Qiang, the president?

11 A. No.

12 Q. Is Guo Qiang still the president?

13 A. From the documents that I reviewed
14 in preparation for today, yes.

15 Q. Between May of 2015, when he was
16 appointed president by Mr. Kwok, and today, has
17 Guo Qiang ever -- did he ever stop being
18 president for any period of time?

19 A. Not that I'm aware of.

20 Q. Did Mr. Kwok ever have an officer
21 role at Genever BVI?

22 A. Not that I'm aware of.

23 Q. And you're not aware of any other
24 officers besides Guo Qiang?

25 A. Yes. Correct.

1 PODHASKIE

2 Q. Has Genever BVI ever had a board
3 meeting?

4 MR. MITCHELL: Object to the form of
5 the question.

6 A. From the documents that I reviewed,
7 it's not reflected in there.

8 Q. So based on everything you've seen,
9 the answer to that question is no?

10 MR. MITCHELL: Object to the form of
11 the question.

12 A. If Genever BVI had a board meeting,
13 it was not reflected in the documents I
14 reviewed for today's preparation.

15 Q. What documents does Genever BVI
16 maintain?

17 MR. MITCHELL: Object to the form of
18 the question.

19 A. The corporate documents that were
20 generated when it was formed, the share
21 certificate, the register of directors and
22 shareholders, and there was a resolution
23 appointing Guo Qiang as president as well.

24 Q. And you know that there's an address
25 where those documents are maintained, but

1 PODHASKIE

2 you're not sure if it's an office or a room or
3 what it is?

4 A. Yes.

5 Q. Do you know whether or not -- do you
6 know who owns that address, the address in Hong
7 Kong where the records are maintained?

8 A. I believe it's a UBS office, but I'm
9 speculating.

10 MR. MITCHELL: Again, I caution the
11 witness not to speculate.

12 Q. UBS meaning the investment bank?

13 A. Yes.

14 Q. Are there any individuals who are
15 authorized to act on behalf of Genever BVI?

16 MR. MITCHELL: Object to the form of
17 the question.

18 A. Yes.

19 Q. Who?

20 A. Mr. Kwok and Guo Qiang. Me, for
21 this deposition. And whoever either one of
22 them appoints to act for the company.

23 Q. Has either Mr. Kwok or Guo Qiang
24 ever appointed anyone to act for Genever BVI
25 other than you in connection with this

1 PODHASKIE

2 number.

3 MR. MITCHELL: Just so -- he's
4 asking you about Genever BVI.

5 THE WITNESS: Oh, okay.

6 A. Oh, that might have been for Genever
7 New York.

8 So for Genever BVI --

9 MR. MOSS: Thank you for the
10 clarification.

11 Q. Let's just go back.

12 You had an answer earlier, he was
13 involved in the formation, he was involved in
14 the purchase of The Sherry, and you had -- if
15 you want to go back and take a look at that
16 answer, that's fine, but I just want to make
17 sure the record is clear.

18 Was that answer relating to Genever
19 New York or Genever BVI?

20 A. (Reviewing.) So I guess, just to be
21 clear, Guo Qiang was involved in the formation
22 of Genever BVI. After he was appointed as
23 president, I recall seeing several documents
24 that he signed for Genever BVI in his capacity
25 as president. I don't recall what those are,

1 PODHASKIE

2 as I sit here.

3 Other than that, I can't think of
4 anything.

5 Q. Genever BVI is the sole owner of
6 Genever New York; is that correct?

7 MR. MITCHELL: Object to the form of
8 the question.

9 A. Yes.

10 Q. Is Genever BVI also the sole member
11 of Genever New York?

12 A. Yes.

13 Q. Is it correct that Genever New
14 York -- strike that.

15 Is it correct that Genever BVI
16 formed Genever New York?

17 A. Yes. From the documents I reviewed,
18 I believe that's accurate.

19 Q. Can you direct your attention,
20 Mr. Podhaskie, to Exhibit 3, page KWOK193.
21 It's a document entitled "Genever Holdings
22 Corporation Written Consent of Director." It's
23 Bates stamped KWOK193 to 194.

24 Can you identify this document?

25 A. (Document review.) Yes.

1 PODHASKIE

2 Q. Please do so.

3 A. From the documents that I reviewed
4 in preparation for today, this appears to be a
5 copy of Genever BVI's written consent of sole
6 director, dated February 12, 2015.

7 Q. And the signature block is Ho Wan
8 Kwok.

9 Is that Mr. Kwok?

10 A. Yes.

11 Q. Do you have any reason to believe
12 that this is not an accurate and authentic
13 document?

14 A. No.

15 Q. This document mentions Andrea Sanft,
16 S-A-N-F-T.

17 Who is she?

18 A. She is a lawyer either with the firm
19 of Paul Weiss or Williams & Connolly.

20 Q. And she was authorized to be an
21 authorized person on behalf of Genever BVI
22 according to this written consent; is that
23 correct?

24 A. Yes, that's correct.

25 Q. And she was authorized to be an

1 PODHASKIE

2 authorized person to form Genever New York and
3 to take such other acts and do such other
4 things as are necessary to permit Genever New
5 York to exist and obtain authority to do
6 business in the state of New York and New York
7 City; is that correct?

8 MR. MITCHELL: Object to the form of
9 the question.

10 You can answer.

11 A. Yes, based on this written consent
12 of the sole director, that's accurate.

13 Q. Is Genever New York an asset of
14 Genever BVI?

15 MR. MITCHELL: Object to the form of
16 the question.

17 A. If you assume that a ownership of a
18 limited liability company is an asset, then
19 yes.

20 Q. Is that your understanding, that a
21 ownership of a limited liability company is an
22 asset?

23 A. That is my personal understanding.

24 In my capacity as a representative
25 for Genever, I don't know.

1 PODHASKIE

2 Q. You don't know whether or not
3 Genever BVI has an understanding as to whether
4 or not Genever New York is one of its assets?

5 MR. MITCHELL: Object to the form of
6 the question.

7 A. So what is the question?

8 Q. Is Genever New York an asset of
9 Genever BVI?

10 A. Does Genever BVI consider Genever
11 New York an asset?

12 Q. Yes.

13 A. Yes.

14 Q. Genever BVI considers Genever New
15 York to be one of Genever BVI's assets?

16 A. Correct.

17 MR. MITCHELL: Object to the form of
18 the question, asked and answered.

19 Q. Has Genever BVI ever held any assets
20 other than Genever New York?

21 A. From the documents that I reviewed
22 in preparation for today, no.

23 Q. Has Genever BVI ever acquired an
24 asset other than Genever New York?

25 A. Again, from what I reviewed in

1 PODHASKIE

2 preparation for today, no.

3 Q. Has Genever BVI ever sold an asset
4 other than Genever New York?

5 MR. MITCHELL: Object to the form of
6 the question.

7 A. Again, from what I reviewed in
8 preparation for today, no.

9 Q. Are any of Genever BVI's assets
10 currently encumbered or pledged?

11 MR. MITCHELL: Object to the form of
12 the question.

13 A. The assets are not -- I don't think
14 I can answer because it's a little complicated.
15 The assets are not pledged. Genever BVI's
16 assets are not pledged to anyone.

17 Q. Let's just be clear what we're
18 talking about when we're talking about assets.

19 Does Genever BVI currently have any
20 assets other than Genever New York?

21 A. Yes, they have their shares.

22 Q. Whose shares?

23 A. Genever BVI.

24 Q. But doesn't Mr. Kwok hold those
25 shares?

1 PODHASKIE

2 A. Yes.

3 MR. MITCHELL: Object to the form of
4 the question.

5 Q. So my question is, does Genever BVI
6 itself hold any assets other than Genever New
7 York?

8 A. No.

9 Q. Is Genever New York currently
10 encumbered?

11 MR. MITCHELL: Object to the form of
12 the question.

13 A. What do you mean by "encumbered"?

14 Q. Is it currently pledged to anyone?

15 A. No.

16 Q. Does anyone currently have a lien
17 against it?

18 A. No.

19 Q. Has it been promised to anybody in
20 connection with any possible future
21 transaction?

22 MR. MITCHELL: Object to the form of
23 the question.

24 A. There's the order from Judge
25 Ostrager in the case indicating that if Genever

1 PODHASKIE

2 New York has to -- enters into a contract to
3 sell The Sherry-Netherland residence, it has to
4 provide PAX with written notice.

5 Q. Other than Justice Ostrager's order,
6 is Genever New York encumbered in any way?

7 MR. MITCHELL: Object to the form of
8 the question.

9 A. No, not that I'm aware of.

10 Q. You testified that there was a point
11 in time where the assets of Genever BVI were
12 pledged -- strike that.

13 Has Genever BVI been assigned to
14 anyone?

15 MR. MITCHELL: Object to the form of
16 the question.

17 A. No.

18 Q. You mentioned that there was a time
19 when Genever BVI's assets were pledged to an
20 entity called Roscalitar 2; is that correct?

21 MR. MITCHELL: Object to the form of
22 the question.

23 A. I believe that Genever BVI pledged
24 its shares to Roscalitar 2, but yes.

25 Q. Pledged its shares in Genever New

1 PODHASKIE

2 York?

3 A. Its shares in Genever BVI.

4 Q. Genever BVI pledged its own shares,
5 100 percent of its shares to Roscalitar 2?

6 A. Yes, I believe that's accurate.

7 Q. And by virtue of pledging a hundred
8 percent of its own shares, it was also pledging
9 Genever New York and the assets held by Genever
10 New York; is that correct?

11 A. Yes.

12 Q. Why was Genever BVI -- why were
13 Genever BVI shares pledged to Roscalitar 2?

14 MR. MITCHELL: Object to the form of
15 the question.

16 A. Because Zhang Wei had asked Genever
17 to pledge its shares via the loan.

18 Q. Why did Zhang Wei want Genever to
19 pledge its shares?

20 A. As security for the loan that he
21 gave to Genever ultimately to buy the
22 residence.

23 Q. Who made the decision to pledge the
24 shares of Genever BVI to Roscalitar 2?

25 MR. MITCHELL: Object to the form.

1 PODHASKIE

2 son, wanted to purchase the apartment at The
3 Sherry-Netherland. They formed the
4 corporations with the understanding that he
5 would be the actual owner, but The
6 Sherry-Netherland did not like the idea of Guo
7 Qiang being the owner because they felt that he
8 was too young.

9 Q. So is it your testimony that Genever
10 New York and Genever BVI were formed to hold
11 Guo Qiang's interest in The Sherry-Netherland,
12 but Mr. Kwok just ended up being the owner
13 because that's what The Sherry-Netherland
14 wanted?

15 A. They were formed to own the real
16 estate that Guo Qiang and the family wanted to
17 invest in. They made Mr. Kwok the sole member
18 of Genever BVI, and as the sole member of
19 Genever BVI, the owner of Genever New York
20 because The Sherry-Netherland felt that Guo
21 Qiang was too young to be the owner of this
22 particular apartment.

23 Q. I direct your attention to page 178
24 of Exhibit 3.

25 Can you identify this document?

1 PODHASKIE

2 A. (Document review.) It is a -- looks
3 like a printout from the New York State
4 Department of State, the corporations public
5 inquiry system for Genever Holdings LLC.

6 Q. And it shows -- and that's the
7 entity we have been referring to as Genever New
8 York, right?

9 A. Yes.

10 Q. And this document refers to Genever
11 New York being incorporated in New York
12 effective February 17, 2015; is that correct?

13 A. That's what this says, yes.

14 Q. And that's consistent with Genever's
15 understanding, right?

16 A. Yes.

17 Q. And so Genever New York was formed
18 about five days after Genever BVI was formed?

19 A. I don't recall exactly, but they
20 were formed around the same time.

21 Q. Does it refresh your recollection if
22 I told you a few minutes ago we looked at
23 documents showing that Genever BVI was formed
24 on February 12?

25 A. No. Which document were we looking

1 PODHASKIE

2 at?

3 Q. Why don't you take a look at 145?

4 MR. SARNOFF: Of Exhibit 3.

5 A. (Document review.) Yes, it was
6 formed -- according to this, it was formed
7 February 13, 2015.

8 Q. Genever BVI was formed on
9 February 13, 2015, and Genever New York was
10 formed on February 17, 2015, right?

11 MR. MITCHELL: Object to the form of
12 the question.

13 A. Yes, based on these documents.

14 Q. So four days apart?

15 A. That would be correct.

16 Q. What was Genever -- Genever New York
17 was formed to enter into the agreement with The
18 Sherry-Netherland Hotel, correct?

19 MR. MITCHELL: Object to the form of
20 the question, asked and answered.

21 A. Yes, that was one of the purposes.

22 Q. Has the business purpose of Genever
23 New York changed over time?

24 A. No.

25 Q. Have any purposes been added or

1	PODHASKIE
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2	subtracted?
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3	A.	No.
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4 Q. What business has Genever New York
5 conducted since it was formed in February 2015?

6 A. It owns The Sherry-Netherland
7 apartment.

8 Q. Any other business?

9	A.	No.
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10 Q. Has Genever New York ever entered
11 into a contract other than its contracts with
12 The Sherry-Netherland Hotel?

13 A. I don't know.

14 Q. Has Genever New York ever spent or
15 disbursed any money?

16 **A. Yes.**

17 Q. To whom?

18 A. The Sherry-Netherland.

19 Q. For maintenance fees?

20	A. Yes.
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21	Q. Anything else?
----	-------------------

22 A. I think that's it.

23 Q. Does The Sherry-Netherland -- has
24 Genever New York spent any money on anything
25 else other than to The Sherry-Netherland for

1 PODHASKIE

2 maintenance fees?

3 A. Not that I know of.

4 Q. Does the -- does Genever New York
5 have a bank account?

6 A. Yes.

7 Q. With which bank?

8 A. Chase.

9 Q. When was that formed?

10 A. 2018.

11 Q. Does the money from the -- do the
12 payments to The Sherry-Netherland come from
13 that bank account?

14 A. Yes.

15 Q. How is that bank account funded?

16 A. It receives money from Golden Spring
17 New York.

18 Q. Who owns Golden Spring New York?

19 A. China Golden Spring Group Hong Kong
20 Limited.

21 Q. Who owns China Golden Spring Group
22 Hong Kong Limited?

23 A. Guo Qiang.

24 Q. Does Mr. Kwok have any interest in
25 China Golden Spring Group Hong Kong Limited?

1 PODHASKIE

2 terrace.

3 Does that sound familiar?

4 A. Yes.

5 Q. And Mr. Kwok and Genever New York
6 were represented by the same law firm --

7 A. Yes.

8 Q. -- in that lawsuit?

9 Who paid that law firm's legal fees?

10 A. I don't know.

11 MR. MITCHELL: Just for
12 clarification of the record, do you have
13 the name of the firm? Just because it's
14 not my firm, I don't believe it was
15 Hodgson Russ, I just want to make sure --
16 when you say the same firm, you mean they
17 both had the same attorney, not that it
18 was one of either of our firms, correct?

19 MR. MOSS: Correct.

20 Q. So I don't know -- do you know the
21 name of the firm?

22 A. That represented Genever and
23 Mr. Kwok in the prior lawsuit against The
24 Sherry?

25 Q. Yes.

1 PODHASKIE

2 A. I think it was Stone Magnanini.

3 Q. Do you know who was paying Stone
4 Magnanini's legal fees for Genever New York?

5 A. I don't know.

6 Q. Do you know whether or not Stone
7 Magnanini was paid legal fees from one person
8 or entity or from two people or entities in
9 connection with that lawsuit?

10 MR. MITCHELL: Object to the form.

11 A. I don't know.

12 Q. In other words, did the same person
13 or entity pay the legal fees for both Mr. Kwok
14 and Genever in The Sherry-Netherland lawsuit?

15 A. I don't know.

16 Q. Does the same person or entity pay
17 the legal fees for Mr. Kwok and both Genever
18 entities in this lawsuit?

19 DI MR. MITCHELL: I instruct my client
20 not to answer.

21 MR. MOSS: That's a yes-or-no
22 question.

23 Q. Does the same person or entity pay
24 the legal fees for both Mr. Kwok and Genever
25 entities in this lawsuit?

1 PODHASKIE

2 MR. MITCHELL: That one, you can
3 answer.

4 A. I don't know.

5 Q. Has Genever BVI been the sole
6 shareholder of Genever New York for the
7 entirety of Genever New York's existence?

8 A. No, that's not accurate.

9 Q. Why not?

10 A. Genever New York is an LLC. It has
11 members. It doesn't have shareholders.

12 Q. Has Genever BVI been the sole member
13 of Genever New York for the entirety of Genever
14 New York's existence?

15 A. Yes.

16 Q. Does Mr. Kwok control Genever BVI?

17 A. No.

18 Q. Who does?

19 A. Guo Qiang.

20 Q. Does Mr. Kwok control Genever New
21 York?

22 A. No.

23 Q. Who does?

24 A. Guo Qiang.

25 Q. Mr. Kwok does not control Genever

1 PODHASKIE

2 BVI, even though he's the sole director and the
3 sole shareholder?

4 MR. MITCHELL: Object to the form of
5 the question, asked and answered.

6 A. Yes.

7 Q. Does Zhang Wei have any role with
8 respect to Genever New York?

9 A. I don't know.

10 Q. Does Zhang Wei own any of the
11 membership interests of Genever New York?

12 A. That's not reflected from the
13 documents I reviewed in preparation for today.

14 Q. Does Genever New York have any
15 directors?

16 A. No, I don't think so.

17 Q. Has it ever had any directors? "It"
18 being Genever New York?

19 A. I think it has just an authorized
20 person and its sole member. Other than that,
21 no.

22 Q. The sole member is Genever BVI?

23 A. Yes.

24 Q. Who's the authorized person?

25 A. Guo Qiang.

1 PODHASKIE

2 Q. Have there ever been any other
3 authorized persons for Genever New York other
4 than Guo Qiang?

5 MR. MITCHELL: Object to the form of
6 the question.

7 A. Other than the attorneys that were
8 referenced in the resolutions in the formation
9 in the purchase of The Sherry, no.

10 Q. Does Genever New York have any
11 offices?

12 A. No.

13 Q. Has it ever had any offices?

14 A. No.

15 Q. Does Genever New York have any
16 employees?

17 A. No.

18 Q. Has Genever New York ever had any
19 employees?

20 A. No.

21 Q. Does Genever New York have a phone
22 number?

23 A. I don't know.

24 Q. Since Genever New York does not have
25 any directors, I assume it's never had a board

1 PODHASKIE

2 meeting; is that right?

3 MR. MITCHELL: Object to the form.

4 A. That was not reflected from the
5 documents that I reviewed for today's
6 preparation.

7 Q. Does Genever New York have any
8 address?

9 MR. MITCHELL: Object to the form of
10 the question.

11 A. 781 Fifth Avenue.

12 Q. And what is that?

13 A. That's The Sherry-Netherland.

14 Q. Genever New York's -- strike that.
15 Is the 18th floor part of the
16 address?

17 A. Yes.

18 Q. So Genever New York's address is the
19 apartment that Mr. Kwok lives in on the 18th
20 floor of The Sherry-Netherland?

21 A. That's the mailing address for
22 Genever New York.

23 Q. Does it have any other addresses?

24 A. Not that I'm aware of. Actually,
25 there might be an address for its registered

1 PODHASKIE

2 agent for service of process in Albany, but
3 other than that, I'm not aware of any.

4 Q. Other than the address for a
5 registered agent, Genever New York does not
6 have any addresses apart from The
7 Sherry-Netherland Hotel?

8 A. No, not that I'm aware of.

9 Q. Does Genever New York possess any
10 documents?

11 MR. MITCHELL: Object to the form of
12 the question.

13 A. Yes.

14 Q. Where are they maintained?

15 A. I believe in The Sherry-Netherland,
16 but I'm not -- I don't know for sure.

17 Q. Are any of the Genever New York's --
18 are any of Genever New York's documents
19 maintained in -- at the British Virgin Islands
20 address where Genever BVI's documents are held?

21 MR. MITCHELL: Object to the form of
22 the question.

23 A. I don't know.

24 Q. Are Genever -- are any Genever BVI
25 documents maintained at The Sherry-Netherland?

1 PODHASKIE

2 A. I don't know.

3 Q. What documents does Genever New York
4 possess?

5 A. Its corporate formation documents,
6 its stock register, the mail it receives.

7 Q. Are there any people who are
8 authorized to act on behalf of Genever New
9 York?

10 MR. MITCHELL: Object to the form of
11 the question, asked and answered.

12 A. You mean other than Mr. Kwok and his
13 son?

14 Q. Well, so is Mr. Kwok authorized to
15 act on behalf of Genever New York?

16 A. Mr. Kwok? I don't know.

17 Q. Is Guo Qiang authorized to act on
18 behalf of Genever New York?

19 A. Yes.

20 Q. Who authorized him to do that?

21 A. He was authorized by Genever BVI.

22 Q. And did Mr. Kwok, as the sole
23 director and sole shareholder of Genever BVI,
24 authorize Genever BVI to authorize Guo Qiang to
25 act on behalf of Genever New York?

1 PODHASKIE

2 MR. MITCHELL: Object to the form of
3 the question.

4 A. I would assume so. I don't know for
5 certain, but I know that, in or around
6 May 2015, Guo Qiang was made an authorized
7 person for Genever New York.

8 Q. What assets does Genever New York
9 hold?

10 A. It owns the shares in The
11 Sherry-Netherland Corporation and it has a bank
12 account with JPMorgan Chase.

13 Q. And that's the bank account that's
14 funded by Golden Spring New York whose purpose
15 is to hold the money to pay the maintenance
16 fees for The Sherry-Netherland?

17 A. The bank account's purpose, I don't
18 know if it's to hold the money, but it is --
19 the bank account is used to pay the maintenance
20 for Genever New York.

21 Q. And you can't identify any other
22 payments that have come out of the bank
23 account, other than to pay the maintenance for
24 The Sherry-Netherland Hotel?

25 A. I don't know.

1 PODHASKIE

2 Q. Has Genever New York ever held any
3 other assets -- by the way, strike that.

4 What's the most money that's ever
5 been in that JPMorgan account, that Chase
6 account for Genever New York?

7 MR. MITCHELL: Object to the form of
8 the question.

9 A. I don't know.

10 Q. Any sense?

11 A. Not really, no.

12 Q. More than \$3 million?

13 A. The monthly maintenance for The
14 Sherry is about 60,000. So, you know, enough
15 to cover that every month.

16 Q. Has Genever New York ever held any
17 other assets besides the Chase account and the
18 ownership in The Sherry-Netherland?

19 A. I don't know.

20 Q. Has Genever New York ever sold any
21 assets?

22 A. Not that I'm aware of.

23 Q. Are you aware of any acquisitions
24 other than the bank account and the shares of
25 The Sherry-Netherland?

1 PODHASKIE

2 A. It's not reflected in the documents
3 I reviewed for today.

4 Q. Other than Justice Ostrager's order,
5 are any of -- is Genever New York encumbered in
6 any way?

7 MR. MITCHELL: Object to the form of
8 the question.

9 A. There is a trust agreement between
10 Genever New York and Bravo Luck, Mr. Kwok and
11 Genever BVI, I believe, that involves The
12 Sherry-Netherland residence, but other than
13 that, and Justice Ostrager's order, I'm not
14 aware of any other encumbrances.

15 Q. Are you aware of whether Genever New
16 York's assets have ever been encumbered in the
17 past other than the trust agreement and Justice
18 Ostrager's order?

19 MR. MITCHELL: Object to the form of
20 the question.

21 A. I would say the pledge agreements we
22 discussed earlier to Roscalitar 2 and Blue
23 Capital. Other than that, I'm not aware of
24 any.

25 (Podhaskie Exhibit 9, Declaration of

1 PODHASKIE

2 Trust and Agreement, marked for
3 identification.)

4 Q. Mr. Podhaskie, you have been landed
5 Exhibit 9.

6 Is this the trust agreement that you
7 have been referring to relating to Bravo Luck
8 and the Genever entities?

9 A. (Document review.) Yes, this
10 appears to be a copy of that trust agreement.

11 Q. It's dated February 17, 2015.
12 Is that when it was entered into?

13 A. Yes.

14 Q. If you look at the bottom on the
15 left-hand side, do you know whose signature
16 that is? I'm sorry. The bottom of the first
17 page, 543.

18 A. Yes.

19 Q. Whose is it?

20 A. Guo Qiang.

21 Q. How about on the right-hand side,
22 whose signature is that?

23 A. I don't know for certain, but it
24 looks like Mr. Kwok's.

25 Q. And on page 544, is it same thing,

1 PODHASKIE

2 Guo Qiang's signature is on the left and
3 Mr. Kwok's is on the right?

4 A. It appears so, yes.

5 Q. And on page 545, is Guo Qiang's the
6 first signature and Mr. Kwok's are the next
7 three?

8 MR. MITCHELL: Object to the form of
9 the question.

10 A. You mean the three below the other
11 three signatures besides Guo Qiang's?

12 Q. Yes.

13 A. Yes, it appears so.

14 Q. Guo Qiang signed on behalf of Bravo
15 Luck Limited; is that right?

16 A. Yes.

17 Q. And Mr. Kwok signed on behalf of
18 Genever New York, Genever BVI and Mr. Kwok,
19 himself, right?

20 A. Yes.

21 Q. Do you know whether or not
22 counsel -- there was any counsel who
23 represented any of the parties in connection
24 with this agreement?

25 A. I don't know.

1 PODHASKIE

2 Q. Do you know where this agreement was
3 maintained?

4 A. I don't know.

5 Q. So I want to direct your attention
6 down in the background section.

7 Number 2 -- first of all, do you see
8 at the top, when it defines the parties, the
9 BVI company is Genever Holdings Corporation?

10 A. Yes.

11 Q. That's the company we have been
12 referring to as Genever BVI, right?

13 A. Yes, I believe so.

14 Q. And the company, Genever Holdings
15 LLC, which you and I have been referring to as
16 Genever New York, is referred to in this
17 document as the US SPV; is that right?

18 A. Yes.

19 Q. And SPV stands for special purpose
20 vehicle; is that right?

21 A. I believe so, yes.

22 Q. And if you look in the background,
23 number 2, it says, "The purpose of the BVI
24 company," which is Genever BVI, "is a special
25 purpose vehicle holding the US SPV."

C E R T I F I C A T E

STATE OF NEW YORK)

:ss

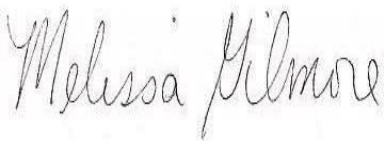
COUNTY OF RICHMOND)

I, MELISSA GILMORE, a Notary Public
within and for the State of New York, do hereby
certify:

That DANIEL PODHASKIE, the witness
whose deposition is hereinbefore set forth, was
duly sworn by me and that such deposition is a
true record of the testimony given by such
witness.

I further certify that I am not
related to any of the parties to this action by
blood or marriage; and that I am in no way
interested in the outcome of this matter.

IN WITNESS WHEREOF, I have hereunto
set my hand this 16th day of December, 2019.



MELISSA GILMORE